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CHUCK

EPISODE 203

"CHUCK VERSUS THE BREAK-UP"

Written by

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Network Draft 5-16-08

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CHUCK - Episode 203

TEASER

FADE IN:

INT. HALLWAY OF HOTEL - NIGHT

SUPER CLOSE as BRYCE LARKIN kisses SARAH WALKER, slamming her against a wall in a passionate embrace. As they kiss, Sarah's eyes glance at a SECURITY CAMERA watching them overhead.

TITLE READS: "Macau, China. 2005"

As the security camera rotates past them, Sarah and Bryce immediately end their embrace and head down the hallway. As they pass a room, a GUN suddenly jolts out and nestles against Bryce's temple. REVEAL an ANGRY CHINESE GANGSTER holding the gun. A single red rose in his lapel pocket.

CHINESE GANGSTER
(in Mandarin; subtitled)
Where's my money, Mr. Anderson?

Sarah draws her gun, but the gangster uses Bryce as a shield. For Sarah to hit the gangster without injuring Bryce seems an impossible shot. Bryce calmly says, in English --

BRYCE
You got the shot?

SARAH
Yeah. I got it.

Now, without hesitation, Sarah fires. Perfect shot. She hits the gangster between the eyes; ends his miserable life.

BRYCE
Nice shot, Mrs. Anderson.

SARAH
Thank you, Mr. Anderson.

Bryce takes the rose from the gangster's lapel pocket. Hands it to Sarah. OFF the rose --

INT. CHUCK'S APARTMENT - NIGHT (N-1)

MATCH CUT: A single red rose as CHUCK BARTOWSKI tosses it into the trash. TITLE READS: "Echo Park, CA. Present."

(CONTINUED)

CONTINUED:

Chuck puts the bottle of Chateau Margaux down on a table as he enters. REVEAL ELLIE and AWESOME watching an old Bond movie (something Connery).

ELLIE

That was a fast date. Everything okay with you and Sarah?

CHUCK

Everything except her ex's in town. Guy has this irritating habit of popping into my life at the most inopportune of times.

CAPTAIN AWESOME

The stalker ex. Not awesome.

ELLIE

Does he know you and Sarah are dating?

CHUCK

Not exactly...

ELLIE

Well, I'm sure Sarah will tell him, and he'll be out of your lives before you know it.

CHUCK

Something tells me it won't be quite that easy.

CAPTAIN AWESOME

Don't sweat it, bro. This guy can't hold a candle to you. It's not like he's James Bond, right?

Chuck considers a beat. Now A KNOCK on the door. Chuck answers. It's Sarah.

ELLIE

Why don't we give you two some privacy?

CAPTAIN AWESOME

Remember. You the man, Chuck.

Ellie and Awesome head off to the Bedroom.

SARAH

You ran out so quick we didn't have a chance to talk.

(CONTINUED)

CHUCK
Awkward situation. Bryce being in
your apartment and all.

SARAH
Maybe we should talk about that.

CHUCK
You sure you don't need to get back
to him?

Sarah indicates the bottle of wine on the table.

SARAH
Besides, it'd be a shame to waste
such a good bottle of wine.

OFF her smile --

INT. CHUCK'S APARTMENT - LIVING ROOM - NIGHT (N-1)

A romantic setting. Music from the stereo... A great bottle
of wine... A pizza...?

CHUCK
Not exactly the evening I had in
mind but Bryce popping in meant
calling an audible.

SARAH
A good spy knows how to think on
his feet.

CHUCK
I'd take credit, but Sbarro really
did all the work.
(beat)
So... Is Bryce in town for business
or pleasure?

SARAH
I don't know why he's here, Chuck.
I came home and he just showed up.

CHUCK
So it's pleasure.

Sarah takes Chuck's hand. Reassures him --

SARAH
What Bryce and I had is in the
past, Chuck.

Chuck's happy to hear this. Lifts his glass.

CHUCK
A toast. To a quiet evening. No mission. No Fulcrum agents trying to kill us. Just you and me.

The door opens interrupting them. It's MORGAN.

MORGAN
This night's a complete disaster, Chuck. Anna got called in to work at the last second.

CHUCK
And Morgan apparently...

Morgan grabs a slice. Plops down next to them.

MORGAN
So, what're we doing tonight?

Chuck considers the romantic moment gone awry --

CHUCK
(to Sarah)
We're doomed, aren't we?

OFF them --

INT. BUY MORE - NERD HERD DESK - DAY (D-2)

MORGAN
We're doomed, aren't we?

REVEAL Chuck and Morgan watching LESTER at the far end of the store wipe a finger on the register desk and indicate dust to a REGISTER GIRL. Fearful, she quickly wipes it down. Now Lester turns and heads towards Morgan and Chuck.

MORGAN (CONT'D)
Lester is destroying everything we built here. Years of doing nothing gone. We'll never survive his nightmare reign as Assistant Manager.

Chuck sees Casey point to his watch, indicate for him to follow him out of the Buy More.

CHUCK
Could be worse. It could be Casey.

Chuck heads off with Casey.

CASEY
Lunch break. Orange Orange.

CHUCK
I'm sick of yogurt. I was thinking
Meatball sub today.

CASEY
We're not eating, idiot. We've got
a new mission.

CHUCK
Does it have anything to do with
Bryce? Why he's in town?

CASEY
I don't know. But if I know
Larkin, he's probably here for a
roll in the hay with Walker.

Chuck lives with that for a beat as he and Casey exit past
the Entertainment section --

WE STAY here for a beat. THREE "SPORTSJOCK!" EMPLOYEES play
Madden '09 on PlayStation 3 and eat lunch. The SportsJocks
are big, muscled, jock types. Their leader is MITT, 30's.
They're raucous, loud, and have no regard for the store.

Lester angrily watches them with Jeff.

LESTER
Look at them. With their colas and
their tacos. They can't treat my
store like a frat house.

Lester starts to go over to them when JEFF stops them.

JEFF
I wouldn't do that, sir.

LESTER
Why not?

JEFF
Because I heard Mitt put the
manager of the Sbarro in the ER
last week when he asked him to stop
doing grated Parmesan shots.

LESTER
Does Morgan know?
(Jeff shakes his head no)
Good. Then I'll have him do it.

CUT TO:

INT. BUY MORE - ENTERTAINMENT - MOMENTS LATER (D-2)

An unwitting Morgan approaches Mitt and the SportsJocks as they play. Mitt throws a completion on screen.

MORGAN
Nice pass. So guys... my manager wanted me to ask you to please try and share the game with some of the other customers when you're here.

Mitt and the guys keep playing. Seem nonplussed by Morgan.

MORGAN (CONT'D)
And if you could just clean up your lunches before you leave also, we'd really appreciate it.

Mitt and SportsJocks finish the game. Turn to Morgan. Mitt's not mean. He's super-friendly.

MITT
No problem. Our lunch break's over anyhow. Playstation's all yours.
(starts to leave; then)
Oh, almost forgot my lunch.

Mitt now grabs a half-eaten burrito. He puts in Morgan's front pant pocket. SMUSHES it for good measure.

MITT (CONT'D)
There. All cleaned up.

Now Mitt leans in close to Morgan's face.

MITT (CONT'D)
And dude? If you ever interrupt my game again? It's gonna be your face that gets smushed.

OFF the SportsJocks laughing, Morgan scared --

INT. CASTLE - DAY (D-2)

Chuck, Sarah and Casey sit around a conference table. BECKMAN on the big screen. Chuck whispers to Sarah.

(CONTINUED)

CHUCK

Bryce mention why he's here yet?
He's not staying with you, is he?

SARAH

Not now, Chuck.

GENERAL BECKMAN

(clears throat)

Is there something you'd like to
share with the rest of the class,
Mr. Bartowski?

CHUCK

Sorry, General. Zipping it up.
You're not gonna hear a peep out of
me. Zip. Completely mum --

Casey growls. Chuck finally shuts up.

GENERAL BECKMAN

It appears the Fulcrum threat is
far worse than it originally
appeared. Not only did they
destroy the new Intersect, but
we've learned an agent of theirs
stole an encrypted microchip
containing top-secret information
out of the DNI.

On screen, we see the chip. Super-thin, bright purple.
Think a large digital camera memory stick.

GENERAL BECKMAN (CONT'D)

The information on the chip
contained highly classified
intelligence. A refresh. Every
secret we'd gathered since the
original Intersect was destroyed.

SARAH

Is there anything on that chip that
could compromise our cover?

GENERAL BECKMAN

(grim nod)

Unfortunately, yes. All of you,
the entire Intersect project, is at
great risk if the chip isn't
recovered.

(then)

(MORE)

CONTINUED: (2)

GENERAL BECKMAN (CONT'D)

Agent Larkin has learned that Fulcrum hired Von Hayes, a wealthy software magnate, to decrypt the chip and deliver the encoded information back to them.

The screen shows VON HAYES. 40's. Handsome.

GENERAL BECKMAN (CONT'D)

Mr. Hayes is throwing a lavish party at his Bel Air estate this evening. The finest food, music and champagne will be served. Your job will be to pose as a married couple and steal back the chip.

Chuck considers the romantic possibilities with Sarah.

CHUCK

Now that's what I'm talking about, General. Finally a mission I can sink my teeth into. I'll just dust off my tux, polish my dancing shoes...

GENERAL BECKMAN

-- No, Chuck. This mission is going to require a real spy.

Suddenly we HEAR an AIR LOCK release from a secure door in Castle. The door slides open. A beat and out of the door steps BRYCE LARKIN. Handsome, cool spy glasses.

BRYCE

Sorry, I'm late. LA traffic's a bitch.

GENERAL BECKMAN

Bryce will be posing as Sarah's husband. Chuck, you'll be posing as a waiter. Try and flash on and identify the Fulcrum agent.

Chuck's heart sinks a bit as Bryce smiles at Sarah. Now Bryce places a gorgeous engagement ring on Sarah's finger.

BRYCE

Hello, Mrs. Anderson.

OFF Chuck, always the third wheel with Bryce --

END OF TEASER

ACT ONE

INT. BUY MORE - APPLIANCES - DAY (D-2)

Casey finishes selling a refrigerator to a young MARRIED COUPLE. Both wear army fatigues.

CASEY

You're gonna love the XL-250. And congratulations on your marriage, Sergeant.

Casey actually smiles as they head off. Chuck approaches. Sarah and Bryce on his mind --

CASEY (CONT'D)

Nice kids. Protecting the freedoms of upstanding citizens like that reminds me why I joined the NSA in the first place.

CHUCK

I thought it was so you could shoot bad guys and blow up terrorists.

CASEY

Who says you can't have it all.

CHUCK

So... what's the deal with the mission tonight? Sarah says you've been working on the plan.

CASEY

Yeah. Making it so airtight that even you can't screw it up.

CHUCK

Appreciate the vote of confidence. So what's the deal with the Anderson's?

CASEY

Why? You worried Bryce is gonna take off with your girl?

CHUCK

First of all. Sarah and I are pure professionals. I resent the implication we're anything but. Second, I'm simply taking an interest in a co-worker's mission plan.

(MORE)

(CONTINUED)

CONTINUED:

CHUCK (CONT'D)

I figure if I'm gonna be stuck
being a spy I might as well learn
from the master.

Casey can't tell if Chuck's being sarcastic so --

CASEY

The microchip is stored inside a
vault in Von Hayes' mansion. Bryce
and Sarah simply need to slip out
of the main ballroom and grab it.

CHUCK

Won't people ask questions if they
slip out of the party?

CASEY

That's the beauty of their cover.
The Anderson's are a couple big
into PDA. When they sneak out to
get it on in another room... no one
asks questions. From what I hear
they really know how to sell it.

CHUCK

That's not believable. Adults
aren't into PDA anymore.

Casey grunts. Indicates for Chuck to look over his shoulder.

Chuck turns. Sees Morgan and ANNA making out.

CASEY

Any more questions?

OFF Chuck -- starting to get a little jealous/worried --

INT. THE ORANGE ORANGE - DAY (D-2)

CLOSE ON: Sarah and Bryce at very close proximity. Faces
close so they can whisper. Sarah's behind the counter.
Bryce at a stool. Bryce puts his hand on hers.

SARAH

We're not undercover yet, Bryce.

BRYCE

You never know who could be
watching, Mrs. Anderson.

SARAH

About the Anderson's...

(CONTINUED)

CONTINUED:

Bryce, flirty, moves in for a kiss. Sarah shies away.

SARAH (CONT'D)
I'm thinking we should keep it just
a cover this time...

BRYCE
It was never a problem before.

SARAH
Fulcrum's getting closer and
closer, Bryce. We need to be
focused. No distractions.

BRYCE
You're right. No distractions.

Sarah smiles, but Bryce registers something about her --

PULL BACK TO REVEAL -- ELLIE approaching.

She stops in her tracks. From her POV Sarah appears to be intimate with Bryce (whom Ellie can only see the side/back of his head).

OFF Ellie turning around and leaving, worried for Chuck --

INT. BUY MORE - ENTERTAINMENT - DAY (D-2)

Mitt and the SportsJocks are back playing Madden and making a mess of the store. Lester approaches Morgan and Anna.

LESTER
I thought I told you to toss those
meat heads?

MORGAN
I tried. Maybe they'd respond
better to a person in authority?

LESTER
Maybe. Or I could use my valuable
time as Assistant Manager to finish
this month's lunch schedule. I saw
you requested the one o'clock with
Anna. Wednesday's with Chuck. Or
not...

OFF Morgan, Lester driving too tough a bargain --

INT. BUY MORE - ENTERTAINMENT - DAY (D-2)

Morgan approaches Mitt and the jocks. He's scared. Nervous. Tries to fit in and be friendly.

MORGAN
Hey, fellas... You guy's playing
Madden?

They turn and look at him like he's an idiot. Now they go back to the game. Mitt's on offense. He's leading his team down the field on a game winning drive. He makes a pass and his receiver breaks free. Is heading for the end zone...

SPORTSJOCK
Ten seconds... Nine seconds...

MITT
I'm taking it to the house!

SPORTSJOCK
Five... Four...

Morgan sees Lester tapping his foot impatiently. Morgan tries to get Mitt's attention. Steps in front of him.

MORGAN
Guys, look...

MITT
You're blocking the screen, wimp.

Mitt pushes Morgan out of the way. Morgan backpeddles and his leg KICKS OUT the power supply. The Playstation screen goes BLACK. Mitt and three SportsJocks turn to him.

MITT (CONT'D)
That was a game winning drive. I
was on the two yard line.

MORGAN
I'm sorry. It was an accident. I
swear.

MITT
What did I say to you about
interrupting my game...

Mitt tries to read Morgan's name tag. He says the following not on purpose but because he can't read well.

MITT (CONT'D)
-- More-Gan Grimm-ez...

CONTINUED:

MORGAN

Actually, it's Morgan. Grimes.

Mitt's face goes BLUSH RED. He's embarrassed. His feelings are hurt, but he has to tough up for his boys.

MITT

You making fun of me man cause I
can't read Spanish, Grimmez?

MORGAN

No. No. Of course not. Besides
my name's not even Spanish. It's
English...

A collective "whoa!" from the SportsJocks.

MITT

Now I can't read English either,
huh?

MORGAN

No. I didn't mean it like that.
I...

MITT

Alright tough guy. You and me.
After work. I'm gonna be waiting
for you. You're a dead man, Grimm-
ez

Mitt exits. Morgan turns, terrified --

MORGAN

Chuck!

INT. CHUCK'S APARTMENT - LIVING ROOM - NIGHT (N-2)

Chuck dressed in his tux. Heading out as Ellie enters.

ELLIE

Chuck. Don't you look nice.

CHUCK

Thanks. Sarah and I have a...
tickets to the opera.

ELLIE

Did Sarah ever speak to that ex of
hers?

CHUCK

I think so. Why?

(CONTINUED)

CONTINUED:

Ellie pauses, debating whether to tell him or not.

ELLIE

I'm sorry I have to tell you this, Chuck, but I went to the Orange Orange to ask her to be a bridesmaid in my wedding this afternoon. I kinda saw her holding hands with someone. I thought it might be her ex.

CHUCK

Really? What did he look like?

ELLIE

I didn't get a great look at him, but he seemed tall. Dark hair. Sort of a classically handsome type.

CHUCK

I wouldn't call him classically handsome. I mean maybe from a really weird angle or from a super long distance I could see it.

ELLIE

I'm sorry, Chuck.

CHUCK

Don't be, Elle. There's nothing to worry about. Sarah's probably just letting him down easy. Trust me. Things couldn't be better between us.

INT. SARAH'S APARTMENT - HALLWAY - NIGHT (N-2)

Chuck KNOCKS on Sarah's door. Bryce, half-dressed, answers.

BRYCE

What, no rose for me this time, loverboy?

INT. SARAH'S APARTMENT - CONTINUOUS (N-2)

Bryce closes the door behind him as he continues to get dressed.

CHUCK

I was just protecting our cover.

(CONTINUED)

CONTINUED:

BRYCE

You were always the romantic,
Chuck.

CHUCK

And you always got the girl.

BRYCE

That's not true.

CHUCK

What? You didn't sleep with half
the Tri-Delts?

BRYCE

Maybe it is true.

Now Chuck's eyes are drawn to Bryce's open suitcase. He eyes Bryce a beat. Hair slicked back. Tying his own bow-tie. This guy IS James Bond. How can Sarah, or any girl for that matter, resist him?

CHUCK

You're staying with Sarah, huh?

BRYCE

Enough about me. How's your life?

CHUCK

Pretty good considering I've lost track of how many times I've been shot at, dangled from death defying heights, all the while constantly lying to my friends and family about my life while making eleven dollars an hour at the Buy More. But who's complaining?

BRYCE

How are things going with you and Sarah?

CHUCK

Good. Why? Did she say something?

BRYCE

No. It's just she's a beautiful girl. Pretending to be your girlfriend. I was afraid you'd let the lines get blurred and fall for her.

(CONTINUED)

CONTINUED: (2)

CHUCK

Me? Fall for Sarah? Please.

Now Sarah enters the front door. She's wearing a beautiful RED GOWN. She's stunning. The male members of the audience feel their jaws drop -- as does Chuck. He loves this woman.

SARAH

Hey, guys. So how do I look?

Chuck seeing Bryce watching, covers, says nonchalantly --

CHUCK

Good. Truth is red's really not my thing.

OFF Sarah, what's that about --

INT. MANSION - BALLROOM - NIGHT (N-2)

A CORK POPS! Champagne flows. PAN across a regal ballroom revealing the most romantic party you can imagine.

A twelve piece ORCHESTRA plays classics. KEEP PANNING across a table filled with caviar, lobster, sushi, wild flowers from the Amazon. Camera continues to pan and we see Bryce and Sarah. They're feeding each other strawberries lustily.

Camera finally comes FULL CIRCLE to reveal:

CHUCK. Holding a tray of appetizers (Prosciutto and Melon). He wears a name tag that reads: Jorge.

A WAITER sees Chuck staring at Bryce and Sarah. Approaches.

WAITER

Get used to it. They're the Anderson's. The caterer worked a party in Bel Air a year ago. Said they did it in every room.

The waiter leaves Chuck with this. Chuck's jealous eyes stay on Sarah.

CLOSE ON SARAH AND BRYCE

We see and hear what Chuck can't from this angle. Bryce and Sarah are not just feeding each other strawberries. They're checking out the room for security.

SARAH

Two security guards at six o'clock.
Two at midnight.

(CONTINUED)

CONTINUED:

BRYCE

The vaults in the East Wing. We'll find our breach point there.

BACK ON: CHUCK

Eyes still on Sarah. Jealous. The head waiter, BARRY NYES, admonishes Chuck.

BARRY

Get to work, Jorge. I'm paying you to serve melons, not stare at them.

INT. MANSION - SECURITY BOOTH - NIGHT (N-2)

Casey's inside the mansion in a small security booth. A small bank of monitors show us the various rooms and hallways inside the home. He speaks into his watch --

CASEY

Quit screwing around, Bartowski. Von Hayes is at table eight. Grab a bottle of wine and see if you flash on anyone.

OFF Casey's spy watch, SMASH CUT TO:

INT. BUY MORE - NIGHT (N-2)

Morgan's watch. He's staring at it, hoping it'll just stop ticking but now it reaches eight o'clock. Jeff and Lester are watching it tick with him.

LESTER

Shift's over. Nice knowing you.

JEFF

I'll look after Anna when you're gone.

ANNA (O.S.)

I'd rather be drawn and quartered.

Anna approaches. Jeff's bummed. He and Lester head off. Lester consoles --

LESTER

It could be worse. She didn't say she'd rather be dead this time.

BACK ON: MORGAN AND ANNA

Morgan wipes the fear off his face as Anna approaches.

(CONTINUED)

CONTINUED:

ANNA
(mischievous grin)
You ready, Morgan? My roommate's
out of town... We have the place
to ourselves.

Anna starts to lead Morgan out of the store.

JEFF
(yells out loud)
Deaddddd mannnnn walking!

Morgan, scared, musters all the bravery he can as he heads
towards the exit. Suddenly he stops.

MORGAN
You know what? I just remembered I
promised Big Mike I'd finish the
inventory by tomorrow morning.

ANNA
Morgan... you knew about this last
week.

Beat. Morgan's bummed. Sex... or death. He chooses life.

MORGAN
I'm sorry. If I don't do it, Big
Mike'll kill me.

ANNA
Fine. Your loss.

MORGAN
Rain check?! Anna...

But Anna's gone. OFF the Buy More doors SHUTTING,
imprisoning Morgan inside --

INT. MANSION - BALLROOM - NIGHT (N-2)

Sarah and Bryce in the middle of a very sexy lambada.
They're dancing. Dipping. Twirling.

What they're really doing is preparing to make their move.
They're clocking the security cameras in the room.

SARAH
The cameras on the east and west
walls cross for about two seconds.

BRYCE
That's the blind spot. Let's go.

(CONTINUED)

CONTINUED:

They continue to dance. Making their way over.

ANGLE: CHUCK. He's serving wine and looking at the guests at Von Hayes' table. He keeps stealing jealous glances at Bryce and Sarah.

Now he sees Bryce's hands are all over Sarah's ass, causing Chuck to DROP the bottle of wine. It breaks on the floor.
VON HAYES, 40's, sophisticated, a distinctive British accent, is furious.

VON HAYES

That was a thousand dollar bottle
of Lafite Rothschild, you moron!

CHUCK

I'm so sorry, sir. I'll have
someone clean it up immediately.

VON HAYES

(to guests)

I apologize. It's just so hard to
get good help these days.

The other guests nod knowingly.

ANGLE BARRY: Taking notice of Chuck's second screw up.

Chuck heads away. Talks into his watch --

CHUCK

Didn't flash, Casey.

CASEY (V.O.)

Keep looking. And get your head in
the game, Chuck.

Chuck grabs another bottle of wine. Starts to make his way to another table. He notices all eyes in the room are on the dance floor so he looks over.

ANGLE: Sarah, Bryce and the Lambada are heading to a sexy conclusion.

BACK ON CHUCK: The waiter from before stops by again.
Notices Sarah and Bryce doing the lambada.

WAITER

The lambada...

CHUCK

The forbidden dance...

CONTINUED: (2)

Chuck and the waiter watch them as the dance ends. Now Bryce takes Sarah in his arms and kisses her. A deep, long, incredibly passionate kiss.

WAITER

Jeez, people. Get a room...

The guests applaud, then turn back around to their meals.

ON BRYCE AND SARAH -- Sarah pulls off the kiss. The door next to them is ready to be breached.

SARAH

We got an opening. Let's go.

Bryce heads for the door. Before Sarah can move, Chuck arrives. Stopping Sarah. He's got a bottle of wine and two glasses.

CHUCK

(to Sarah)

A little wine to go with that cheese, Mrs. Anderson?

SARAH

What are you doing?

CHUCK

A public service. People are here for a party, not a live sex show.

Bryce is by the door. Indicates for Sarah to hurry up.

SARAH

It's just a cover, Chuck. We talked about this.

CHUCK

We didn't talk about how you two did it in every room in Bel Air.

Now a hand grabs Chuck. Reveal it's Barry.

BARRY

Is everything okay, ma'am? Is Jorge bothering you?

Sarah needs to protect her cover so --

SARAH

I'd say so. I've never had such a rude waiter in my life.

CONTINUED: (3)

BARRY

I apologize, and I assure you he
won't be a problem anymore, ma'am.

Chuck watches Sarah and Bryce sneak out of the ballroom as
Barry grabs Chuck by the ear --

BARRY (CONT'D)

That's it, Jorge. You're fired!

CHUCK

For what?

BARRY

Hitting on the guests, you pervert.

As Barry drags Chuck out he hears a FEMALE VOICE behind him --

FEMALE VOICE (O.S.)

Hello, Mr. Hayes.

Something about the VOICE makes Chuck turn towards it. All
Chuck can see is the back of a WOMAN dressed in a
conservative business suit. She's talking to Von Hayes.
Chuck tries to see her face, but he can't.

FEMALE VOICE (CONT'D)

Perhaps we could talk somewhere in
private?

As she continues to speak, her voice causes Chuck to flash.

**CHUCK'S FLASH: A SOUND WAVE ECHELONED. VOICE RECOGNITION
RADIO WAVES. DEAD BODIES. SECRET CODES. CODE BREAKING
MACHINES. REDACTED PHOTOS. CODE NAME: FULCRUM.**

Chuck tries again to see her face but its futile. Barry
continues to drag Chuck out of the ballroom --

CHUCK

Wait, please... I really need this
job.

INT. MANISIION - SECURITY BOOTH - CONTINUOUS (N-2)

Casey watches on a monitor as Chuck's tossed out of the
house. He's pissed --

CASEY

Only Bartowski could screw this up.

END OF ACT ONE

ACT TWO

INT. MANSION - SECURITY BOOTH - NIGHT (N-2)

Casey, stewing, watches Chuck on a security monitor. Chuck gives a weak wave to the camera.

CASEY

How can I help you, you idiot?

CHUCK (V.O.)

I got fired from the mission.

Casey walks over to the front door. Opens it. Chuck's outside looking up at the camera. Casey grabs Chuck and pulls him inside.

CASEY

Bryce and Sarah are at the vault.
Did you see the Fulcrum Agent?

CHUCK

I flashed on her, but I didn't see her face.

CASEY

We need to know what she looks like, Chuck. You've got one minute, then get out.

Chuck starts inside. Just as he does, he sees Barry up ahead talking to ANOTHER WAITER. Chuck quickly ducks into a room.

INT. MANSION - ROOM - NIGHT (N-2)

Chuck's ducked into a small adjoining room to an office. Inside the office he sees Von Hayes and the Fulcrum Agent talking. A BODYGUARD of Von Hayes' is with them.

INT. MANSION - OFFICE - INTERCUT (N-2)

Chuck now gets a good look at the Fulcrum Agent. Late 20's, conservative dress. She's pretty. Sexy. Seems like just a regular business woman.

FULCRUM AGENT

You promised us the decrypted chip two weeks ago. Instead, you're throwing a party.

VON HAYES

What's the point of being rich if you can't enjoy it?

(CONTINUED)

CONTINUED:

FULCRUM AGENT

My bosses don't like to wait. Have you decrypted the information on the chip?

VON HAYES

It's finished. The question is where's my fifteen million dollars?

The Bodyguard gives an intimidating look to the Fulcrum Agent. She appears scared for a beat. Then --

FULCRUM AGENT

Forget the fifteen million.

Fulcrum Agent now does a shocking turn as she pulls out a gun with silencer and without hesitation shoots the Bodyguard in the head. BANG.

FULCRUM AGENT (CONT'D)

I think I'll just take my chip.

OFF Chuck, hiding, freaked out --

INT. BUY MORE - NIGHT (N-2)

Morgan, hiding, freaked out. He's by the front door peering out, looking for Mitt and the SportsJocks. Sees nothing.

He looks out again and this time Mitt and the SportsJocks are there. Mitt taps on the glass door. Indicates for Morgan to come out and fight. Morgan shakes his head. "No."

Mitt now pulls back a fist. Starts to send a punch into the window towards Morgan when suddenly --

Morgan wakes up. He's in the Buy More but what we just saw was a nightmare.

MORGAN

Chuck! Help!

INT. MANSION - OFFICE - ADJOINING ROOM - NIGHT (N-2)

Chuck's dealing with his own nightmare. He watches as the Fulcrum Agent starts to lead Von Hayes out of the room. That's when he sees Von Hayes' TIE CLIP.

ANGLE: the microchip is attached (underneath) the tie clip.

Chuck ducks down, hides under a desk. Calls into his watch --

(CONTINUED)

CONTINUED:

CHUCK

Casey. The microchip's not in the vault.

INT. MANSION - VAULT - CONTINUOUS (N-2)

Bryce and Sarah working on the lock. They immediately stop working on it.

CHUCK (V.O.)

It's in Von Hayes' tie clip. I also got a good look at the Fulcrum Agent...

Sarah and Bryce exit the vault. Rush off --

INT. MANSION - OFFICE - CONTINUOUS (N-2)

The Fulcrum Agent starts to lead Von Hayes out at gun point when she hears a CELL PHONE RING from the adjoining room (Chuck's). She turns towards the sound. The distraction allows Von Hayes to rush off.

INT. MANSION - OFFICE - ADJOINING ROOM - CONTINUOUS (N-2)

Chuck's cell RINGS. "Morgan." He quickly turns it off.

CASEY (V.O.)

What does she look like, Chuck?

CHUCK

She's awful. Incredibly creepy.
Think psycho librarian...

A PISTOL HAMMER COCKS. Chuck turns to see two feet under the desk. Fulcrum Lady bends down, gun at Chuck's face.

CHUCK (CONT'D)

All that being said... I'm sure she has a great personality.

INT. MANSION - HALLWAY - CONTINUOUS (N-2)

Bryce and Sarah rush towards an intersecting hallway.

SARAH

Talk to us, Casey. What's going on?

INT. MANSION - SECURITY BOOTH - CONTINUOUS (N-2)

Casey eyes the monitors. SEES Chuck being taken out one way by the Fulcrum Agent. Von Hayes is exiting in another.

(CONTINUED)

CONTINUED:

CASEY
(into watch)
The Fulcrum Agent has Chuck.

SARAH
Where?

CASEY
Chuck's to your left. Von Hayes
and the microchip to your right.

Bryce and Sarah see Von Hayes rushing past to the right.

SARAH
Freeze! Federal agents!

Von Hayes doesn't listen. Rushes off to their right. Sarah and Bryce now reach the Intersection.

Bryce turns right. Sarah turns left. Bryce sees Sarah go left. Stops.

BRYCE
What are you doing?

Sarah stops. Turns to Bryce.

SARAH
Chuck's in danger. The Fulcrum Agent could kill him.

BRYCE
Our covers are on that microchip.
If Fulcrum gets it, all of us will be killed.

Sarah now takes off to the left towards Chuck.

BRYCE (CONT'D)
Sarah!

But she's gone. Bryce stays on mission. Heads after Von Hayes.

Casey eyes the monitors. Pissed.

CASEY
Bartowski. The CIA. How could it not go right?

OFF Casey rushing inside --

EXT. STREET - BACK OF MANSION - NIGHT (N-2)

The Fulcrum Agent drags Chuck towards her car. A driver, HANS, blond, scary, distinctive TATOO on his neck, waits.

CHUCK

The whole creepy librarian thing
was a compliment, I swear. Ever
since my sixth grade librarian
introduced me to The Hobbit I've
had this thing for them...

FULCRUM AGENT

Shut up, Jorge.

She points the gun in his ear.

CHUCK

Sorry. I talk a lot when I'm
nervous or have a gun to my head.

EXT. DRIVEWAY - FRONT OF MANSION - NIGHT (N-2)

Bryce rushes out a door. See Von Hayes in his Red Ferrari. Von Hayes peels out. Bryce dives for the car door.

He hangs on for a second but the Ferrari takes a hard turn tossing Bryce who rolls hard against the pavement.

EXT. STREET - BACK OF HOUSE - NIGHT (N-2)

The Fulcrum Agent heads towards the car with Chuck as Sarah bursts out after them.

SARAH

Freeze!

The Fulcrum Agent tosses Chuck into the street as a distraction. As she gets inside the car she tells Hans --

FULCRUM AGENT

Kill him.

Hans slams on the gas. The town car racing towards Chuck.

Chuck pulls himself up off the ground. Now he sees the Town Car racing towards him. He's standing in front of the car like a geek frozen in the headlights (literally).

SARAH

Chuck! Run!

Sarah, seeing Chuck frozen in fear, races towards him.

She gets to him moments before impact, pushing him aside. Chuck falls to the ground out of the town car's path. Sarah's not so lucky, however.

The town car hits her, flipping her up and over the roof onto the ground. The Town Car speeds off.

OFF Chuck, seeing Sarah lying motionless on the ground --

END OF ACT TWO

ACT THREE

INT. HOSPITAL - SARAH'S ROOM - DAY (D-3)

Sarah in bed. Chuck enters with a bouquet of Gardenias.

CHUCK
I brought you some Gardenias.

SARAH
They're my favorite. How'd you know?

CHUCK
I saw them in your apartment. I'm not an entirely incompetent spy.

SARAH
Thanks, Chuck. You can put them over there.

Sarah points behind him. Chuck turns to see the entire back of the room is filled with flowers.

CHUCK
Bryce, huh?
(she nods)
I guess no matter what it is I'll always end up in second place when it comes to him.

SARAH
Not always.

She smiles and takes Chuck's hand. He sits close to her now. An intimate moment.

CHUCK
Ellie said you bruised some ribs.

SARAH
I'm fine. It's my ego that's bruised more than anything.

CHUCK
This is my fault. If I didn't get fired this wouldn't have happened.

SARAH
Don't apologize, Chuck. It's not your job to protect me.

CONTINUED:

CHUCK

All things considered, I guess
that's a good thing.

SARAH

Don't be so sure. You do have
certain qualities...

They smile. OFF them holding hands, at this moment they
look, and are, a REAL couple --

INT. HOSPITAL - OUTSIDE SARAH'S ROOM - DAY (D-3)

REVEAL a disguised Bryce, small cut near his eye, wearing a
hat, his spy glasses, watching Chuck and Sarah be intimate.

INT. HOSPITAL - HALLWAY - DAY (D-3)

PULL BACK to reveal Awesome and Ellie watching Bryce.

ELLIE

I don't believe it.

CAPTAIN AWESOME

What's up, babe?

ELLIE

That's Sarah's ex. He just won't
back off. Well, Chuck may be too
sweet to say anything, but I'm not.

Ellie starts to head over, but Awesome stops her --

CAPTAIN AWESOME

Hold on, Babe. Let me handle this.

INT. HOSPITAL - OUTSIDE SARAH'S ROOM - SAME (D-3)

Bryce continues to spy on Sarah and Chuck when a hand grabs
his shoulder. It's Awesome. He eyes Bryce's cut.

CAPTAIN AWESOME

Hey, bro. That cut looks infected.
I better take a look at it.

OFF Awesome leading Bryce away --

INT. BUY MORE - NERD HERD DESK - DAY (D-3)

Morgan slogs through work. His hair a mess. Back hurts.
Barely slept a wink. Anna, Jeff and Lester approach him.
Jeff SNIFFS.

(CONTINUED)

CONTINUED:

ANNA

You look terrible, Morgan. You smell funny, too.

JEFF

(sniffs)

She's right. You're ripe, dude.

LESTER

Did you sleep in the Buy More last night so you could avoid Mitt?

MORGAN

No. Of course not.

LESTER

(sniffs)

I don't know. I smell the scent of cowardice, Jeffrey. How about you?

MORGAN

I'm not afraid of Mitt. And if he was here right now, I'd tell him.

Behind Morgan we see Mitt and the SportsJocks enter. Lester points to them --

LESTER

Lucky for you, he's here. Oh and since you're not afraid of him, tell him to leave and never come back.

Morgan puts on a brave face for Anna. Meets Mitt by the entrance. Mitt's pissed.

MITT

Someone didn't show last night. Don't think you're gonna get away with insulting me, Grimmelz. You can't duck me forever.

MORGAN

Look, Mitt. The way I see it, there's no need for violence. Can't we work something out here? Something that doesn't involve you beating me to a pulp?

MITT

We could use some new iPods.

(CONTINUED)

CONTINUED: (2)

MORGAN

We? I can't afford one for each of you.

MITT

Okay, then I'll beat you up instead.

MORGAN

Fine. I just have to get an advance on my paycheck.

Mitt and the guys turn around and leave. REVEAL Casey has overheard the conversation.

MORGAN (CONT'D)

(acting tough)

That's right. And don't come back.

Morgan joins Jeff, Lester and Anna. They're impressed.

ANNA

Wow. How'd you do that?

MORGAN

You just gotta know how to speak their language. Bully a bully.

OFF Morgan boasting --

INT. HOSPITAL - ROOM - DAY (D-3)

Awesome applies Hydrogen Peroxide to Bryce's cut. It stings.

CAPTAIN AWESOME

Sorry. Gotta lot dirt in there.
Don't want it to get infected.

Bryce grimaces at the sting. Still, he lets Awesome play his game. Bryce is listening. Spying for information here.

CAPTAIN AWESOME (CONT'D)

So how do you know Sarah?

BRYCE

She's my ex.

CAPTAIN AWESOME

Based on all the flowers you sent,
I'd say you still have feelings for her.

BRYCE

It's complicated.

(CONTINUED)

CONTINUED:

CAPTAIN AWESOME

I know. She's dating my soon-to-be brother-in-law, Chuck.

Bryce thinks quick --

BRYCE

I didn't know. Sarah said she wanted to talk to me about something but then she got hurt.

Awesome puts more antibiotic on the cut.

BRYCE (CONT'D)

Ouch...

CAPTAIN AWESOME

Sorry, bro. Cuts pretty deep.

BRYCE

So Chuck and Sarah? Is it serious?

CAPTAIN AWESOME

I'm specializing in cardiothoracic medicine. That means there are two things in this world I know best. Extreme sports and the human heart.

(then)

My professional opinion? She's in love with him. So if you really care about her, bro? Set her free.

OFF Awesome putting a band-aid on, house call finished and Bryce considering what he just said, suspicions confirmed --

INT. BUY MORE - FRONT REGISTERS - DAY (D-3)

Morgan is buying three iPods. Casey approaches him.

CASEY

Taking care of some early Christmas shopping, Grimes?

MORGAN

You can never start too early, John.

CASEY

Let me ask you something.

MORGAN

You really want to talk to me? This is new, but I'm okay with it.

(CONTINUED)

CONTINUED:

CASEY

Tomorrow, when Mitt and his guys come back. What are you gonna give them then?

MORGAN

You overheard, huh?

CASEY

Only thing I've ever seen fold faster than you is the French.

MORGAN

I don't know. I'll think of something.

CASEY

Sad thing is. You didn't even try.

OFF Morgan, considering this --

EXT. CHUCK'S APARTMENT - COURTYARD - LATER (D-3)

Chuck enters. Bryce suddenly appears from the shadows. Surprising Chuck.

BRYCE

Chuck.

CHUCK

You really need to tone down the entrances a notch.

BRYCE

Sorry. Comes with the job.

CHUCK

Look, I've had a long day already, and I gotta go to work so if you have any life changing bombs you wanna drop on me... Please, save them for later.

BRYCE

I'm worried about Sarah.

CHUCK

She's gonna be fine. Ellie said its just a few bruised ribs.

BRYCE

It's not her ribs I'm worried about.

(MORE)

(CONTINUED)

CONTINUED:

BRYCE (CONT'D)

(then)

She has feelings for you, Chuck. Normally I wouldn't care except they got in the way of her doing her job today. She went off mission and not only did we lose the microchip, the two of you almost got killed.

CHUCK

She went off mission to protect me. Which by the way IS her job. It also happens to win her points in my book.

BRYCE

I'm not gonna argue with you, Chuck. Either you end this thing or I will.

CHUCK

It's always the same with you, Bryce. First it's Jill, now it's Sarah. You just don't want me to be the one who gets the girl.

Bryce gets deadly serious --

BRYCE

Chuck, the people we deal with are cold blood killers. They have no feelings. No emotions. They care about nothing except money and power, and they'll kill anyone who gets in the way of that. The only chance we have to defeat people like Fulcrum is to think and act like they do. That means no feelings. No emotional attachments. Nothing. Anything less will get us killed.

CHUCK

Sarah knows what she's doing, Bryce. Trust me, she's completely safe.

Bryce shrugs and walks away. OFF Chuck, does he really believe what he said is true?? --

END OF ACT THREE

ACT FOUR

INT. CHUCK'S APARTMENT - LIVING ROOM - DAY (D-3)

Chuck heads out for work. Awesome enters with a bouquet of flowers in a vase.

CAPTAIN AWESOME

Chuck. Just the guy I wanted to see. These are for you.

Chuck takes the vase.

CHUCK

Thanks, Devon. I've never had a man give me flowers before, but there's a first time for everything I guess.

CAPTAIN AWESOME

They're not from me, Chuck.

CHUCK

That's a relief.

CAPTAIN AWESOME

They're from Sarah's ex. I intercepted them before they got to her room. This guy doesn't take no for an answer.

CHUCK

No kidding. Hey, thanks for looking out for me.

CAPTAIN AWESOME

That's what bro's are for, Chuck.

Awesome heads to the Bedroom. Chuck eyes the flowers. Sees the card.

The card reads: "Let's meet in private. 323-224-3421."

CHUCK

Bryce...

Chuck's pissed. Dials the number on the card. A VOICE answers --

VOICE

Hello?

CONTINUED:

CHUCK

You know what, Bryce. I almost
bought into your little speech but --

The voice interrupts --

VOICE

-- Who's Bryce?

INT. RUN DOWN MOTEL ROOM - INTERCUT (D-3)

Von Hayes, scared, hides in his motel room. He's looking out the window to check for trouble. His Ferrari is parked outside the motel in this rough and tumble neighborhood.

Chuck recognizes the voice --

CHUCK

Von Hayes...? We've been trying to
find you.

VON HAYES

Who's this?

Chuck thinks a beat, realizes --

CHUCK

Jorge... Jorge Carmichael.

VON HAYES

Who?

CHUCK

Remember the waiter who dropped the
bottle of Lafite Rothschild?

VON HAYES

It was a thousand dollar bottle.
How could I forget that imbecile?

CHUCK

Yours truly.

VON HAYES

How did you get my number? I sent
those flowers to that female agent.

CHUCK

I'm her supervisor. Your case made
its way up the food chain so you'll
be dealing with me now. So if you
want to live, Mr. Hayes? I suggest
you tell me where the microchip is.

CONTINUED:

VON HAYES

Don't worry. I have it. It's safe. Just get me out of here. This place is horrible, Jorge. It doesn't even have hand towels.

CHUCK

Then I suggest you stay away from the bathroom, Mr. Hayes. Now, let's talk about that microchip...

INT. HOSPITAL - DAY (D-3)

HANS, the Fulcrum Agent's driver, heads over to a nurse's station. Says to a NURSE with a big smile --

HANS

Hi. I'm looking for Sarah Walker's room?

NURSE

Room 214. Across the hall.

HANS

Thank you.

Hans heads towards Sarah's room. She's asleep inside. OFF Hans pulling out a gun, Sarah definitely not safe --

INT. BUY MORE - APPLIANCES - DAY (D-3)

Chuck approaches Casey.

CHUCK

I know you're pissed I screwed up your perfect plan but I got good news. I found the microchip.

CASEY

How?

CHUCK

Doesn't matter. Point is I did it.

CASEY

What exactly did you do, Bartowski?

CHUCK

I negotiated the return of the microchip. Of course I had to agree to certain terms.

(CONTINUED)

CONTINUED:

CASEY

What terms?

CHUCK

One, he'll only make the exchange
with me. Two, he wants full
immunity from any government
prosecution.

CASEY

I can live with that.

Casey starts out. Chuck stops him.

CHUCK

There's one more... little thing.

CASEY

What?

CHUCK

We're gonna need 4.5 million
dollars in unmarked bills.
Preferably in small denominations.

CASEY

Moron...

CHUCK

Hey, he asked for fifteen million.
Way I see it, I saved us a lot of
money.

OFF Casey's growl --

INT. HOSPITAL - SARAH'S ROOM - DAY (D-3)

Sarah's asleep. REVEAL Hans approaching her quietly. He screws a silencer onto his gun. Now he brings the muzzle of the silencer to her head.

Just as Hans is about to pull the trigger, Sarah's EYES OPEN.

With cat-like reflexes she sits up just as Hans FIRES.
PFFT! Bullet hits the pillow. Sarah springs up and out of bed. Kicks the gun out of Hans' hand.

Hans grabs a large hypodermic needle. OFF Hans approaching a cornered Sarah --

EXT. UNION STATION - DAY (D-3)

TRAVELLERS enter and exit the station. Casey is reading a newspaper blending in. Bryce stands with Chuck who has a large green duffle bag with him. All are mic'ed.

CHUCK

Doesn't this train station remind you of The Untouchables?

BRYCE

I don't know. I never saw it.

CHUCK

You never watched any of the movies I told you to.

BRYCE

I'm a little busy.

CHUCK

Forget it. What movie's more exciting than your real life anyhow, right?

Casey spots Von Hayes in the crowd.

CASEY

There he is, Chuck. You're on.

Chuck now approaches Von Hayes.

VON HAYES

You got the cash?

Chuck opens the duffle just enough to show him the cash.

CHUCK

You got the microchip?

Von Hayes opens his hand -- revealing the chip.

VON HAYES

Alright. Give me the money.

CHUCK

You first.

VON HAYES

No. You first.

CHUCK

No. You first.

CONTINUED:

They're at a standstill.

CASEY (V.O.)
Just make the exchange, moron.

Von Hayes wipes some sweat off his brow.

VON HAYES
Sorry. I've never done a hand-off before. I'm really not used to this spy stuff.

CHUCK
I know. It's really stressful, isn't it?

OFF Casey, if looks could kill --

INT. HOSPITAL - SARAH'S ROOM - DAY (D-3)

Sarah backs away from Hans who holds the needle like a knife.

She eyes Hans' gun, but it's too far away to get to.

Hans moves in, stabs with the needle. Sarah dodges his attack.

He stabs again. Again and again. She dodges his thrusts.

Now a well place kick knocks the needle out of his hand.

Now it's hand to hand combat. Hans, bigger and stronger, has the advantage. A punch sends Sarah to the floor. She sees a bed pan under the bed. Grabs it as he advances on her.

Now Sarah comes up swinging, the bed pan KNOCKS Hans back into a wall. He's dazed. Sarah grabs the hypodermic needle and pops up off the ground. She holds the needle at his eye.

SARAH
I don't like being run over so I'm only gonna ask you once. Where's your boss?

INT. UNION STATION - DAY (D-3)

Chuck and Von Hayes at a stand-off.

CHUCK
We'll make the exchange at the same time, okay? On three. One... two...

CONTINUED:

Casey eyes THREE BAD GUYS making their way through the crowd towards Chuck and Von Hayes.

CASEY
Trouble, Chuck. Make the exchange.

Chuck sees the bad guys just behind Von Hayes. No time to make the exchange.

CHUCK
Run!

Chuck runs off. Von Hayes rushes off in the other direction.

CASEY
I can't catch a break...

The BAD GUYS rush after Von Hayes. Casey grabs Chuck.

CASEY (CONT'D)
You. Stay put this time.

Casey and Bryce follow the bad guys as they run into --

INT. ALLEY - CONTINUOUS (D-3)

The Bad Guys have caught up to Von Hayes. They surround him.

BAD GUY #1
Give us the chip, Mr. Hayes.

Von starts to hand over the chip just as Casey and Bryce rush around the corner and spill into the alley.

CASEY
Drop your guns! Don't move!

The Bad Guys turn around, guns pointed at Casey and Bryce. It's a Mexican stand-off, but Casey and Bryce are outnumbered.

BRYCE
(to Casey)
Got any bright ideas to get us out of this mess, NSA?

CASEY
We wouldn't be in this mess if you hadn't screwed up my plan, CIA.

Even Casey's starting to sweat it a beat when --

CONTINUED:

CHUCK (O.S.)
Gentleman. Can I have your
attention please?

REVEAL Chuck has entered the alley. He holds up big bundles of cash that he's taken from the open duffle bag.

CHUCK (CONT'D)
In my hands I am holding 4.5 million dollars in unmarked bills. I don't know what the current rate for thug work is, but I'm feeling pretty confidant it's a lot less than that.

(then)

All you have to do is leave Mr. Hayes and my two friends here alone, and it's yours. Or you can all die horribly in a hail of gunfire. It's your call really.

A beat. The Bad Guys eye each other. "Why the hell not." The Bad Guys make their way to Chuck, guns still on Casey and Bryce. They take the cash from Chuck and take off. Bryce grabs the microchip from Von Hayes. Casey's pissed.

VON HAYES
That was amazing, Jorge. Thank you.

CASEY
Shut up. Don't encourage him.

Casey's pushes past Chuck.

CASEY (CONT'D)
Out of my way, Bartowski.

CHUCK
A little appreciation wouldn't kill you. I did get the microchip back.

CASEY
You also gave away 4.5 million dollars of the tax payers money.

CHUCK
Nobody's perfect.

Casey heads out of the alley after the bad guys.

CHUCK (CONT'D)
Where you going?

(CONTINUED)

CONTINUED: (2)

CASEY
To get it back.

OFF Casey rushing out after them --

INT. BUY MORE - DAY (D-3)

Morgan is holding court with Anna, Jeff and Lester and a few other of the Buy More employees. Napoleon Dynamite hands Morgan a beverage with reverence.

MORGAN
Thank you, Gordon. Much appreciated.

(then)

You see, people, the truth is, it's not the size of the dog in the fight. It's the size of the fight in the dog. This dog looked Mitt in the eye, and the bitch ran.

Morgan hi-fives Jeff. Lester now clears his throat. Indicates Mitt and the SportsJocks have returned. They're heading for the Playstation.

LESTER
Looks like the bitch is back. With reinforcements.

JEFF
End him, Morgan. End him.

OFF Morgan, hiding his fear from them and heading over --

CUT TO:

INT. BUY MORE - ENTERTAINMENT - SAME (D-3)

Morgan approaches Mitt and SportsJocks. The Nerds watch behind him.

MORGAN
I thought we had an understanding yesterday?

MITT
We did. Yesterday. Today I want a Playstation 3.

Morgan whispers to Mitt so the Nerds can't hear.

(CONTINUED)

CONTINUED:

MORGAN

I'm broke. The iPods set me back
two weeks pay.

MITT

Well, then make yourself useful and
get me a cola, wimp.

The Nerds are shocked.

ANNA

You can't talk to him like that.

MITT

Piss off, Yoko.

ANNA

You can't talk to me like that.
Right, Morgan?

Mitt gets in Morgan's face. Waits --

MITT

I'm not hearing anything.
(to jocks)
Are you guys?

They laugh as Morgan walks away.

SMASH CUT TO:

MORGAN APPROACHING WITH A COLA

Anna and the Nerd's watch disappointingly.

Morgan opens the cola. Instead of handing it to Mitt, he
POURS it on Mitt's head.

MORGAN

Did you hear that?

MITT

You're a dead man. After work.
You and me, Grimmez.

MORGAN

It's Grimes, bitch.

Anna hugs Morgan. Her hero. OFF Morgan, bluster now gone
and fear of what he just got himself into kicking in --

INT. ALLEY - DEAD END - DAY (D-3)

Bryce, Chuck and Von Hayes start out of the alley.

CHUCK

I don't need Casey to tell me I'm a
good spy. I'm doing just fine.
Truth is... it's really not as hard
as it's cracked up to be...

CLICK. A gun to Chuck's head. REVEAL the FULCRUM AGENT has been hiding behind a corner. She has her gun to Chuck's head.

FULCRUM AGENT

Okay, let's try this one more time.
The microchip, please.

Bryce draws on her immediately.

Von Hayes, Bryce no longer paying attention to him, uses the distraction to tear ass out of the alley.

Bryce stays focused on Chuck. The Fulcrum Agent is using Chuck as a shield, and Bryce doesn't have a shot.

ANGLE: Another area of alley. Bryce spots Sarah arriving.
She's lining up a shot at the Fulcrum Agent.

FULCRUM AGENT (CONT'D)

The microchip. Now.

BRYCE

Release the kid first.

CHUCK

Kid? Hey, I'm roughly the same age
as you.

FULCRUM AGENT

Give me the chip, and I'll let him
go. Promise.

Bryce puts his gun down. He hands the chip to the Fulcrum Agent.

BRYCE

There. Now release him.

She starts to drag Chuck away.

FULCRUM AGENT

Sorry, I lied.

(CONTINUED)

CONTINUED:

Now Bryce calls out to Sarah.

BRYCE
You got the shot?

SARAH
I got it.

Fulcrum Agent turns. Sees Sarah. A difficult if not impossible angle.

FULCRUM AGENT
Shoot me, you shoot him.

BRYCE
(to Sarah)
Take it!

SARAH's POV of the angle. It's a tough shot but a pro can make it. Still, Sarah's worried about hitting Chuck. She hesitates for a second. Doesn't shoot. Bryce clocks the hesitation.

Chuck clocks the hesitation. Now, just as the Fulcrum Agent is about to escape with Chuck --

BANG! A bullet WHIZZES by Chuck. It hits Fulcrum Agent in the shoulder. She drops her gun and the microchip. Chuck grabs them both and rushes to safety.

REVEAL the source of the shot.

JOHN CASEY

Smoking gun in one hand. Von Hayes in the other. The duffle bag of money over his shoulder. He glances at Sarah. We realizes he knows Sarah hesitated as well.

CASEY
You wanna do something right? Do it yourself.

OFF all of them, the fact Sarah hesitated --

END OF ACT FOUR

ACT FIVE

EXT. BUY MORE - PARKING LOT - DAY (D-3)

CLOSE ON Morgan as he walks across the parking lot towards a circle of Buy More employees, SportsJocks! and various other mall scum. An appropriate Sergio Leone score plays. Or anything else we can afford.

The circle parts to let Morgan through. As it does we see Mitt waiting in the middle. Morgan enters and they enclose him once again.

Morgan and Mitt stare at each other. The gladiator versus the geek.

LESTER
Let's get ready to
rumbbbbllllleeeee!

They circle each other.

JEFF
Sweep the leg, Morgan!

Then, just as these two titans are about to collide, a familiar face and voice enters the ring.

CHUCK
Guys. C'mon. Break it up.

MORGAN
Look, Chuck. I can handle it okay.

CHUCK
Really?

MORGAN
No. But...

Chuck turns back to Mitt.

CHUCK
What's the problem, Mitt?

MITT
Your friend made fun of me because I can't speak Spanish. Then he dumped a coke on my head.

CHUCK
(to Morgan)
You did?

CONTINUED:

MORGAN

Long story.

CHUCK

Look, Mitt. I don't want any trouble, but if you're gonna fight Morgan then you're gonna have to fight me, too.

MITT

Okay. I'll smear both you geeks.

CHUCK

Not the response I was hoping for.

MORGAN

Me either...

Mitt pulls back a fist. SWINGS! Just before the meaty paw can connect with Chuck a hand comes into frame. Catches Mitt's punch. Reveal --

CASEY

Casey then throws a quick punch and knocks Mitt down. Mitt holds his nose, doesn't want to get up for more.

MITT

He broke my nose...

Casey, Chuck and Morgan head back to the Buy More --

MORGAN

(to Casey)

No one's ever stuck up for me before except Chuck. Thanks.

CASEY

You showed some cajones out there, Grimes. Maybe there's hope for you yet.

OFF Morgan, proud of himself, maybe there is --

EXT. CHUCK'S APARTMENT - COURTYARD - NIGHT (N-3)

Chuck now enters the courtyard. Bryce comes out of the shadows to greet him. Glasses off. Scares Chuck again.

BRYCE

Chuck.

(CONTINUED)

CONTINUED:

CHUCK

There you go again with the entrances.

Bryce gets serious.

BRYCE

We need to talk about Sarah, Chuck.
She had a chance to take the shot
back there and she didn't. She
hesitated and it almost cost us the
microchip and your life.

CHUCK

(reluctantly)

I know...

Beat.

BRYCE

What are you gonna do about it?

CHUCK

What am I supposed to do, Bryce?

BRYCE

You'll do the right thing, Chuck.
You always do. It's why I sent you
the Intersect in the first place.

Bryce starts out. Chuck notices Bryce left his glasses.

CHUCK

Hey, Bryce. You forgot your
glasses.

BRYCE

You keep 'em. If you're gonna be a
real spy you're gonna need them.

CHUCK

(hands them back)

I don't want to be a real spy.

Bryce takes them back and disappears into the night. OFF
Chuck, considering everything --

INT. CASTLE - NIGHT (N-3)

Casey is cleaning guns at a table as Sarah enters. Sarah
sits down next to him. Long day. Tired.

(CONTINUED)

CONTINUED:

SARAH

I know I hesitated.

Casey says nothing but continues to clean his guns.

SARAH (CONT'D)

I let my guard down momentarily and it was a mistake. But I can protect, Chuck.

CASEY

Hand me that shammy will you?

Sarah hands him the shammy.

SARAH

Ellie asked to me to be a bridesmaid in her wedding. We're all having dinner tonight. I'll clear things up with Chuck then.

CASEY

Chamber brush please.

Sarah hands him the chamber brush. Casey continues to clean. Sarah gets up. Before she leaves --

SARAH

I wanted to know what it felt like to be a normal person. Even for a moment.

OFF Sarah leaving, Casey cleaning his gun --

INT. CHUCK'S APARTMENT - COURTYARD - NIGHT (N-3)

Chuck sits by the fountain. Lot on his mind. Sarah enters. Sits down next to him.

SARAH

Everything okay, Chuck?

CHUCK

Yeah. I just had a few things I wanted to say to you before dinner.

SARAH

Me, too.

A beat as they soak in the moment. Night sky. Crickets chirping. Incredibly romantic.

(CONTINUED)

CONTINUED:

CHUCK
Look... SARAH
Look...

CHUCK
Me first. Please. I've got to get
this off my chest.

SARAH
Okay.

Chuck's nervous. Musters up all the courage he has --

CHUCK
I think we both know how I feel
about you so I'm just gonna shoot
you straight. Sarah, you're the
best thing that's ever happened to
me. You're beautiful. Smart. You
laugh at my stupid jokes, make a
habit of saving my life.

Sarah smiles.

CHUCK (CONT'D)
The truth is you're everything I
thought I ever wanted and more.
And for the last few days all I can
think about is our future. About
what's gonna happen when I finally
get the Intersect out of my head.
How we'll finally get to be
together. For real. No fake
relationship. No lies. No cover.

Sarah considers Chuck's words. Despite her vow not to let
her feelings for Chuck get her guard down, we sense she might
be losing that battle.

CHUCK (CONT'D)
But the more I think about it, the
more I realize that you and I can
never have a future together.

We hear Sarah's heart drop along with the needle scratch.
She covers her emotions, pained but hiding it.

CHUCK (CONT'D)
I fooled myself into thinking we
could, but the truth is we can't.
(then)
Because even if we had a real
relationship it would never really
be real.

(MORE)

(CONTINUED)

CONTINUED: (2)

CHUCK (CONT'D)

I'd still never know anything about you. What your real name is. Where you grew up. Your first love. Your first heartbreak. Anything.

(then)

And I want more than that. After a bad day I want to be able to call you to tell you about something funny Morgan did and not find out I can't because you're off somewhere in Paraguay quelling a revolution with a fork.

(beat)

I'm just a normal guy who wants a normal life. And as amazing as you are, Sarah Walker -- we both know you will never be normal.

Beat. Sarah sucks up her pain. At the same time, a part of Chuck wants her to refute what he just said. She doesn't.

They eye each other. There's a longing, but they fight it.

SARAH

Someday, Chuck, when the Intersect's out of your head and you have the life you always wanted, you'll forget all about me.

CHUCK

I doubt it.

Sarah quickly fixes Chuck's collar. Smiles at him. He smiles back.

SARAH

C'mon, we better get inside. They're waiting.

Now they both turn towards the door. Their faces hidden from each other. We see Chuck's face is pained.

Now we see Sarah's EYES are WET. She quickly DRIES them before Chuck can see. As Chuck opens the door --

INT. CHUCK'S APARTMENT - NIGHT (N-3)

Chuck and Sarah enter. The frowns on their faces immediately turn to smiles. An emotional 180. Damn, these two are getting good.

Awesome and Ellie see them enter.

(CONTINUED)

CONTINUED:

CAPTAIN AWESOME
It's our favorite bridesmaid!

Ellie hugs Sarah --

ELLIE
I'm so excited! Wait till you see
the dresses I found.

Awesome puts his arm around Chuck. Says the following loud enough so that even Sarah can hear --

CAPTAIN AWESOME
I'm glad you two worked things out.
Who knows, maybe you're next.

OFF Sarah and Chuck --

INT. CHUCK'S APARTMENT - CHUCK'S BEDROOM - NIGHT (N-3)

Chuck flops down on his bed. He picks up a photo of him and Sarah. Smiling. Happy.

Now he spots something on his desk.

Bryce's cool spy glasses. A note attached to them.

It reads: "C'mon. Try 'em on. You'd be surprised how good you look."

Chuck shakes his head. Still, he's a little curious. He walks over to the mirror. Eyes himself a beat. Now he puts the glasses on his face and then it happens --

BLINDING WHITE LIGHT shoots out from behind the lenses.

THOUSANDS of NEW INTERSECT IMAGES FLASH. New information. New secrets. All filling up Chuck's brain. Now, just before he passes out, he gets out five last words --

CHUCK
God, I hate Bryce Larkin.

FLUMP. Chuck falls to floor. As the images flash in his eyes, we CLOSE IN on the glasses. See the MICROCHIP has been inserted into the GLASSES. It GLOWS as the glasses refresh Chuck. OFF Chuck being updated we... FADE OUT.

END OF 203